

# EXHIBIT A

**AB Litigation Services**

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF WYOMING

Civil Action No. 1:22-CV-00155-KHR

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ZOOM 30(b)(6) DEPOSITION OF MO POW 3, LLC, AND  
MO POW 4, LLC, BY THOMAS GUEL, AND THOMAS GUEL,  
INDIVIDUALLY - November 15, 2023  
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Plaintiffs:

MO POW 3, LLC AND MO POW 4, LLC,

v.

Defendant:

CRYPTO INFINITI, LLC.  
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APPEARANCES:

HOLLAND & HART, LLP  
By Jeffrey S. Pope, Esq.  
2515 Warren Avenue, Suite 450  
Cheyenne, Wyoming 82001  
Appearing via Zoom on behalf of  
Plaintiffs

HATHAWAY & KUNZ, LLP  
By Tyler J. Garrett, Esq.  
2515 Warren Avenue, Suite 500  
Cheyenne, Wyoming 82001  
Appearing via Zoom on behalf of  
Defendant

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1           Q     Okay. How long have you lived in  
2     Barrington Hills?

3           A     About five years.

4           Q     And before that, are you just -- I guess  
5     I could speed this along. More or less, are you  
6     just a native of Chicago?

7           A     Yes.

8           Q     I used to live in Chicago, so it's nice  
9     to meet someone else from Chicago. It brings back  
10    a lot of memories.

11                So let's talk about your education. Did  
12    you get a college degree?

13          A     No.

14          Q     Okay. So you started working early on.  
15    I don't want to go all the way back, because that  
16    would take forever, but I do want to get a little  
17    bit of your professional background. Let's start  
18    with Commercial Realty Company. What was -- what  
19    did you do for that company?

20          A     I have been involved in real estate in  
21    many facets for the majority of my career, from  
22    rehabbing single-family houses, to owning weird  
23    things like a flea market or self-storage  
24    facilities, a lot of stuff in between.

25          Q     Gotcha. And you did that -- what was

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1 kind of the time period that was kind of your  
2 business?

3 A Really since from the late '90s all the  
4 way to maybe early teens, I would say.

5 Q So like 2015 or so?

6 A Yeah, 2015. 2015, right around there.

7 Q Okay. And so basically just real estate  
8 focus, it doesn't matter what type of real estate,  
9 residential, commercial, storage, flea market; is  
10 that a fair summary?

11 A Yes.

12 Q And then it looks like you moved on to  
13 the Greater Chicago Development. Can you kind of  
14 tell us about that work you did?

15 A Again, it's a development company. We  
16 had the realty company for a short period of time.  
17 But Greater Chicago Development did rehabilitation  
18 of single and two- to four-story buildings as well  
19 as other commercial projects.

20 Q And that time frame was kind of  
21 mid-teens, so let's say 2016 to -- I don't really  
22 know. Do you kind of recall when you worked for  
23 that company?

24 A I don't remember the dates. It was --  
25 Greater Chicago Development was around for a few

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1 years. A lot of the real estate stuff just ended  
2 up being in special-purpose vehicles, kind of  
3 unbranded development stuff.

4 Q But still, like, in the 20-teens,  
5 somewhere in there?

6 A Yeah. I just said, from the late '90s  
7 all the way to the early teens.

8 Q Okay. Gotcha.

9 A I don't remember the Greater Chicago  
10 Development.

11 Q Okay. All right. I'm just trying to get  
12 some background of your experience and all that.

13 A I know.

14 Q What about Lilu's Garden?

15 A Lilu's Garden was started in, I think,  
16 2016. That was an industrial hemp operation, and  
17 it lasted until 2020 -- early 2020, I believe.

18 Q And what was your role with Lilu's  
19 Garden?

20 A I was a partner and I believe managing  
21 member.

22 Q Okay. And you said it ended in 2020.  
23 How did it end? Was it an exit? Was it just --

24 A The market compressed. We decided to  
25 shift gears, and we closed the doors.

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1 Q Okay. Let's talk about Rebel Mining.

2 What is Rebel Mining?

3 A Rebel Mining is a company that operates  
4 colocation services for customers.

5 Q And when did you become involved with  
6 Rebel Mining?

7 A In the last two years or so.

8 Q And what's your role with Rebel Mining  
9 now?

10 A I don't have an exact role at Rebel  
11 Mining other than I own and run the parent company.  
12 So I provide services downward and advice and  
13 guidance to Rebel.

14 Q Okay. And so who is the parent company?

15 A Pangaea.

16 Q Is that Pangaea General Management? Is  
17 that the full name?

18 A Yes.

19 Q And when was Pangaea -- we'll just call  
20 it Pangaea instead of the whole name of Pangaea  
21 General Management, and I'm sure you'll understand  
22 that. When was Pangaea founded?

23 A Within the last couple of years.

24 Q Two years?

25 A Somewhere around there.

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1 Q So let's talk about Pangaea for a bit.

2 Did you start Pangaea?

3 A Yes.

4 Q How many other partners are there or  
5 owners?

6 A One.

7 Q Who is that?

8 A Bill Nicholson.

9 Q Okay. Was Bill a co-founder, or did he  
10 come after you started Pangaea?

11 A Came after.

12 Q Where is he at?

13 A In Texas.

14 Q That's the first I've heard of him, so  
15 I'm just going to ask some questions. What's his  
16 background? That is, Bill.

17 A Bill has been involved in a lot of  
18 things. Doesn't manage day-to-day, was not  
19 involved with MO POWs. You'll have to ask him for  
20 his background.

21 Q So he was not involved with MO POW 3 or  
22 4?

23 A No.

24 Q Tell me a little bit about just what  
25 Pangaea does.

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1           A     Pangaea provides management services to  
2     Rebel and accounting services and looks for  
3     opportunities that it can invest in.

4           Q     Is Pangaea associated with MO POW 3 or 4?

5           A     No, I don't believe it is.

6           Q     What companies does Pangaea own or is  
7     invested in?

8           A     It has a number of different subsidiaries  
9     with certain SPVs underneath it. It has  
10    Amalgamated Energy, Amalgamated Energy Asset  
11    Holdings. It has Rebel Mining Company, a company  
12    called Meridian Mobile Data Centers, to name a few.

13          Q     Okay. But not MO POW 3 or 4?

14          A     Correct.

15          Q     Okay. Is there a MO POW 1?

16          A     Yes.

17          Q     Let's talk about that. Where is MO POW 1  
18    located?

19          A     I believe it's a Wyoming LLC.

20          Q     Okay. And what does MO POW 1 do?

21          A     MO POW -- MO POW 1 operated data center  
22    sites.

23          Q     Where at?

24          A     In Missouri.

25          Q     Do you have a specific locations?



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1           A       It operated in Strafford, Missouri.

2           Q       Specific sites? One site? Two sites?  
3   Multi -- how many sites?

4           A       One site.

5           Q       And what's the address of that site?

6           A       I don't recall the address exactly of  
7   that site right off the top of my head. It is --  
8   sorry, I don't know.

9           Q       Okay. Same question or similar question.  
10   MO POW 2?

11          A       Same answer.

12          Q       Okay. So just to summarize, that is a  
13   separate company that has a site in Missouri  
14   somewhere, has a specific site with an address, but  
15   you don't recall the address at this time?

16          A       It operated in Missouri. It no longer  
17   does.

18          Q       No longer does. Okay. Does MO POW 1  
19   still operate?

20          A       No.

21          Q       No. Who were the clients of MO POW 1?

22          A       Is that relevant to our certain case  
23   here? We have confidentiality in our agreements.

24                 MR. GARRETT: Jeff, how do you want to  
25   handle that?

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1 MR. POPE: So, Tyler, we talked a little  
2 bit about this in the run-up to this. They have --  
3 there are NDAs in place. I would suggest that in  
4 the absence of a protective order, I would instruct  
5 Mr. Guel not to break his NDA.

6 MR. GARRETT: And that's fair.

7 Q (BY MR. GARRETT) I'm not trying to have  
8 you violate anything, Mr. Guel. But is it fair to  
9 say it's a crypto mining client -- or was?

10 A Yes.

11 Q Same for MO POW 2?

12 A Yes.

13 Q And just to make the record clear,  
14 neither of those sites are currently in operation?

15 A Correct, neither of those companies are  
16 currently in operation.

17 Q So we have MO POW 1 and MO POW 2. We'll  
18 get into MO POW 3 and 4, which are the subject of  
19 this case. Are there any other MO POWs out there?

20 A No.

21 Q So just 1 through 4?

22 A I believe so, yes.

23 Q What is MO POW stand for? I think I have  
24 an idea, but I don't want to assume.

25 A I believe the intention was Missouri

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1 Power, but I -- it's just the name of an SPV.

2 Q Okay. SPV, can you --

3 A Special-purpose vehicle --

4 THE REPORTER: I'm sorry, could you  
5 repeat that?

6 A I believe the answer to your question is  
7 Missouri Power 3.

8 Q (BY MR. GARRETT) Okay But the SPV,  
9 could you clarify that? I think we were talking  
10 over each other on that colloquy.

11 A It was a one site -- special-purpose  
12 vehicle to operate one site.

13 Q I see. So each entity was created, that  
14 is MO POW 1 through 4, each was created for one  
15 single purpose, to operate one sole site each; is  
16 that correct?

17 A Correct.

18 Q What is your professional experience in  
19 the crypto industry?

20 A We've run a number of sites for a period  
21 of time.

22 Q But you specifically. I want to know  
23 your background and experience in the crypto  
24 industry.

25 A I just told you. I've run a couple of

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1 data centers for that for a couple of years.

2 Q Okay. And let's go through those. Are  
3 you referring to MO POW 1 through 4?

4 A Those would be included, yes.

5 Q What others?

6 A There's a site in Texas.

7 Q And what's that one called and what  
8 entity runs that?

9 A It is unrelated to MO POW 3 and 4.

10 Q Okay. But could you answer my question,  
11 please?

12 A I believe that's owned by Amalgamated.

13 Q So other than MO POW -- or MO POW 1  
14 through 4 and the Texas site, that consists of your  
15 experience in the crypto industry?

16 A Correct.

17 Q Would it be fair to say you don't have  
18 much experience in the crypto industry?

19 A I don't think that's fair to say.

20 Q All right. Tell me why.

21 A You've got multiple -- multiple examples  
22 of experience that you just mentioned.

23 Q You tell me. Let's go through them.

24 A I just told you. You've got multiple  
25 LLCs for a number of years operating in the space.

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1 Q Let's kind of be specific about that,  
2 because I really want to know your experience.

3 A I just told you my experience. We've run  
4 crypto sites for a couple of years.

5 Q And that being five sites?

6 A And that being a number of sites.

7 Q Is it fair to say five sites?

8 A No.

9 Q Okay. Where am I off? Because I only am  
10 understanding MO POW 1 through 4, plus the Texas  
11 site. What else am I missing?

12 A MO POW 3 and 4 never turned on because of  
13 breaches from Crypto.

14 Q But MO POW 1 and 2, how long did they  
15 run?

16 A About a year.

17 Q And then they closed down?

18 A Correct.

19 Q Is the Texas site up and running?

20 A Yes.

21 Q And then you said that the MO POW 3 and 4  
22 sites, they are no longer running, is that  
23 correct -- or never started to run; is that right?

24 A Correct.

25 Q Just to be clear, you're saying that the

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1 MO POW 3 site never ran?

2 A Correct.

3 Q And just to be clear, you're saying the

4 MO POW 4 site never ran?

5 A Correct.

6 Q So there's no other clients at either of

7 those sites?

8 A No. There's -- there is a client on the

9 Strafford site still.

10 Q And that's still running? Because I'm  
11 confused here. You said that it was never running.

12 And the Strafford site, to be clear for the record,  
13 is the MO POW 4 site; is that correct?

14 A Correct.

15 Q Okay. So let's talk about that site  
16 specifically, the Strafford site. Is it up and  
17 running, has it ever been up and running, is it  
18 currently up and running? Can you please provide  
19 specific detail.

20 A It is currently up and running.

21 Q Okay. How many clients are there?

22 A One.

23 Q Okay. So as of now, basically you have  
24 sites that have been running or have run for at  
25 least maybe one or two years, but that's about it,

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1 right?

2 A Correct.

3 Q And that captures your experience in the  
4 crypto industry? Just trying --

5 A Correct.

6 Q -- to close the loop. Sorry, I didn't  
7 mean to speak -- continue speaking. So was that  
8 correct?

9 A Correct.

10 Q All right. So we're going to turn to MO  
11 POW 3. So at this point, I'm going to be asking  
12 you a line of questions in your representative  
13 capacity for that entity. When was MO POW 3  
14 formed?

15 A It was early 2023. I don't recall the  
16 date right off the top of my head.

17 Q Who formed it?

18 A 2022, sorry.

19 Q Okay. So for the record, just go ahead  
20 and state when it was formed.

21 A It was formed early 2022.

22 Q Who formed MO POW 3?

23 A I believe -- I don't know the answer off  
24 the top of my head.

25 Q Where is MO POW 3 based?

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1           A       Wyoming.

2           Q       Who owns MO POW 3?

3           A       I believe -- I believe -- I would have to  
4 check the records on this. I believe it's Epoch  
5 Mines.

6           Q       And where is Epoch Mines located?

7           A       Also Wyoming.

8           Q       And who owns Epoch Mines?

9           A       Me, ultimately.

10          Q       You're the sole owner of Epoch Mines?

11          A       Correct.

12          Q       And then Epoch Mines is the sole owner or  
13 MO POW 3?

14          A       I believe so.

15          Q       We can take a break if you want to check  
16 your records to confirm.

17          A       I would like to check the records on  
18 that, and let's come back to that question.

19                 MR. GARRETT: Okay. Let's take a  
20 five-minute break. Off the record.

21                 (Break taken.)

22                 MR. GARRETT: We're back on the record.

23          Q       (BY MR. GARRETT) And, Mr. Guel, thanks  
24 for checking your records to see who owns MO POW 3.  
25 What did your records confirm?



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1           A       It is Epoch Mines.

2           Q       So the trail is that -- or kind of the  
3 line of ownership is that MO POW 3 is owned by  
4 Epoch Mines. And in turn, Epoch Mines is owned by  
5 you in your individual capacity; is that right?

6           A       It is owned by me and -- it is owned  
7 actually by Strategic Global Resources, LLC, which  
8 is owned by me.

9           Q       Okay. So there's four layers. Epoch  
10 Mines is owned by Strategic, and then Strategic is  
11 owned by you?

12          A       Correct.

13          Q       Okay. Thank you.

14          A       You're welcome.

15          Q       What is your role with MO POW 3?

16          A       Well, my role as the ultimate leader of  
17 the tower of companies was to make sure that things  
18 got done, and I assisted in sales, and I assisted  
19 in the development side.

20          Q       Let's break that down a bit. So in terms  
21 of let's start with management of MO POW 3. Were  
22 you the manager of MO POW 3?

23          A       Yes.

24          Q       Is there an operating agreement --

25          A       Yes.

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1 contract -- and by "you," again, I mean MO POW 3,  
2 since you're the representative -- why couldn't MO  
3 POW's site at 400 North Main, Springfield,  
4 Missouri, provide the full 35 megawatts to Crypto  
5 Infiniti's needs?

6 A There wasn't enough power available at  
7 that substation.

8 Q Let's turn now to the funds that were  
9 paid by Crypto Infiniti to MO POW 3. Those funds  
10 totaled \$4,135,250; is that correct?

11 A Correct.

12 Q What did MO POW 3 do with that money?

13 A MO POW 3 purchased five mobile data  
14 centers, along with the corresponding transformers.  
15 It purchased concrete pads for them to sit on, as  
16 well as some other electrical components to connect  
17 everything, and poles.

18 Q And did that deplete -- that work, did  
19 that deplete the \$4,135,250?

20 A No.

21 Q How much did that work that you just  
22 summarized cost?

23 A The exact number, I would have to check,  
24 but it was over \$2 million.

25 Q So there is a remaining balance still in

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1 Q What about any type of cryptocurrency?

2 Does MO POW 3 have any cryptocurrency?

3 MR. POPE: Mr. Guel, don't answer that  
4 question.

5 A I'm not answering the question.

6 Q (BY MR. GARRETT) But it's clear, though,  
7 that MO POW 3 does not have any cash on hand  
8 currently, correct? Just making it clear for the  
9 record. You already answered that question,  
10 Mr. Guel.

11 MR. POPE: Go ahead, Mr. Guel.

12 A No.

13 Q (BY MR. GARRETT) Let's turn to MO POW 4.  
14 And I will just say I'm going to ask these  
15 questions in your capacity as MO POW 4's corporate  
16 representative. Down the road here in a bit, I'll  
17 try to combine MO POW 3 and 4, as you all have as  
18 you pled this case for more efficiencies. But I  
19 want to separate them out because they are two  
20 separate entities, correct, Mr. Guel?

21 A Correct.

22 Q When was MO POW 4 formed?

23 A Exact dates, I don't know off the top of  
24 my head. I could find it. But it was early 2022.

25 Q And who formed it?

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1           A     I don't recall.

2           Q     And some of these questions are  
3     redundant, I think, with respect to MO POW 3 and 4,  
4     but I have to ask them nevertheless to make a clear  
5     record. Who owns MO POW 4?

6           A     Epoch Mines.

7           Q     And Epoch Mines is owned by who?

8           A     Strategic Global Resources, LLC.

9           Q     And then Strategic Global Resources, LLC,  
10    is owned by you individually; is that correct?

11          A     Correct.

12          Q     What is your role with MO POW 4?

13          A     Same as it was for MO POW 3.

14          Q     You're the manager?

15          A     Correct.

16          Q     And does MO POW 4 have an operating  
17    agreement?

18          A     Yes.

19          Q     And that operating agreement designates  
20    you as the manager?

21          A     I believe so, yes.

22          Q     And MO POW 4 is part of the consortium of  
23    companies that you testified earlier with respect  
24    to MO POW 3?

25          A     Correct.

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1           A     I still don't understand exactly what  
2     you're asking, and I'm not trying to be smart.  
3     Please repeat it one more time. What exactly are  
4     you trying to --

5           Q     Let me change it up. There were several  
6     substations that you all were looking at that day,  
7     and you told the Crypto Infiniti representative  
8     that whichever one of those substations could  
9     connect first to the power grid, that that's where  
10    Crypto Infiniti's digital currency equipment would  
11    be going.

12          A     I don't recall, to be perfectly -- I  
13    don't know.

14          Q     So during these site visits on May 16th,  
15    2022, did you represent that MO POW 3 and MO POW 4  
16    would provide data to Crypto Infiniti concerning  
17    management of the EZB containers?

18          A     You have to be more specific. Are you  
19    talking about once their equipment is operational?

20          Q     I think it was data concerning the  
21    management of the EZB containers, I think,  
22    generally, so before they were hooked up and then  
23    during.

24          A     There's nothing to report if they are not  
25    hooked up.

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1           Q     So obviously, I guess, once they were  
2     hooked up, were you willing to give that  
3     information?

4           A     I believe the contract was explicit on  
5     what information that they have access to. And as  
6     far as it relates to what we had as a discussion on  
7     May 16th, 2022, I don't recall exactly the detail  
8     of the conversation as it related to what may have  
9     changed during negotiations, right? If you want to  
10    ask more specifically, I could try to give you a  
11    better answer.

12          Q     On May 16th, 2022, did you tell the MO  
13    POW 3 -- sorry. Let me back up and ask a better  
14    question. I apologize.

15                On May 16th, 2022, did you tell the  
16    Crypto Infiniti representative that MO POW 3 and MO  
17    POW 4 would manage the EZB containers in a way to  
18    avoid overheating issues?

19          A     It is -- no, I never told them. If the  
20    question you're asking me is if I told Crypto  
21    Infiniti that we would manage a site where there  
22    would never be an overheating issue, the answer is  
23    no.

24          Q     During the site visits on May 16th, 2022,  
25    did you represent to the Crypto Infiniti

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1 representative that Crypto Infiniti representatives  
2 could visit the sites any time where the digital  
3 currency equipment was to be located?

4 A What digital currency equipment?

5 Q Well, when they were up and running,  
6 before that equipment was there, I suspect -- was  
7 there other equipment at these sites? We know that  
8 it wasn't at the MO POW 4 one, because you  
9 testified --

10 A There was other --

11 Q -- there was never any build-out at that  
12 site. But the MO POW 3, was anything up and  
13 running by May 16th, 2022?

14 A Yes.

15 Q Okay. And so based upon that equipment  
16 being up and running, did you represent that Crypto  
17 Infiniti representatives could at any time visit  
18 the site where their digital currency equipment was  
19 to be located in the future?

20 MR. POPE: Mr. Guel, before you answer  
21 that, Counsel, I'm going to object as beyond the  
22 topics designated either in his capacity for MO POW  
23 3 or MO POW 4; it took me a second, but you were  
24 asking about allegations in the first amended  
25 counterclaim. He is not designated to talk about

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1 those.

2 MR. GARRETT: Let's switch to individual  
3 capacity then.

4 A Okay. Your question is still not clear.

5 Q (BY MR. GARRETT) Okay.

6 A Again, I'm not trying to be -- we're not  
7 trying to be smart here. I really don't understand  
8 exactly what you're looking for. Try and be  
9 specific in your question.

10 Q Thank you. Thanks for that instruction.  
11 I'll do my best.

12 On May 16th, 2022, at the MO POW 3 site,  
13 was there equipment up and running at all from any  
14 other customer?

15 A Yes.

16 Q Okay. And so based upon that equipment  
17 being up and running, did you represent to Crypto  
18 Infiniti that they could come to that site any time  
19 and check things out?

20 A No.

21 Q So on June 7th -- let's switch gears now  
22 to June 7th, 2022. A Crypto Infiniti  
23 representative conducted a second site visit in  
24 Green County, Missouri. Were you aware of the site  
25 visit?



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1 MR. POPE: Go ahead, Mr. Guel.

2 A You've got to be more specific.

3 Q (BY MR. GARRETT) Yeah. So there are two  
4 separate contracts. One has a certain amount of  
5 megawatt, the other a certain amount of megawatt.  
6 Both contracts are with separate entities. One is  
7 with MO POW 3; one is with MO POW 4. Why was the  
8 agreements -- why were the agreements structured  
9 that way?

10 A The initial agreements were separated due  
11 to availability of power at different sites.

12 Q Okay. So MO POW 3, its capacity only had  
13 up to, what, 15 megawatts; is that correct?

14 A I believe close to that number, yes. I  
15 don't recall the exact availability of the city  
16 utility substation, but yes.

17 Q Okay.

18 A It's fair to say it could not accommodate  
19 all 35.

20 Q Okay. That makes sense. All right. Was  
21 MO POW 3 operating at both sites?

22 A No.

23 Q Just the one site, 400 North Main?

24 A Correct.

25 Q Was MO POW 4 operating at any other site

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1 except the Strafford site?

2 A No.

3 Q So they were very isolated, and this was  
4 their sole, I guess, operations, respectively, for  
5 MO POW 3 and MO POW 4?

6 A Correct.

7 Q So let's turn for a second with respect  
8 to Mason LaGrange. Who is Mason LaGrange?

9 A Mason LaGrange is somebody that worked  
10 for the association of companies that provided  
11 operational support and technical support.

12 Q All right. How did he come to be part of  
13 the companies? Was he with Rebel Mining?

14 A I have a lawnmower guy in the back. I  
15 hope you can still hear over me.

16 Q Yeah. We can't even hear the mower.

17 A Okay. Good. I apologize. So please  
18 repeat the question.

19 Q Was Mason LaGrange -- is or was he with  
20 Rebel Mining?

21 A Not at that time.

22 Q Let's just talk about it for a second  
23 then. At what time?

24 A I don't remember.

25 Q This is kind of a confusing line of